

CHICAGO AND



TRANSPORTATION COMPANY

5-235A052

CORPORATE COMMUNICATIONS AND SECRETARY

DIRECT DIAL NUMBER

312/559-6167

No.

Date AUG 23 1985

Fee \$ 60.00

ICC Washington, D.C.

August 21, 1985

File: A-9139 (A344)

RECORDATION NO. 7590-C Filed 1425

AUG 23 1985 - 11 30 AM

INTERSTATE COMMERCE COMMISSION

Mr. James H. Bayne
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Dear Mr. Bayne:

Pursuant to Section 11303 (formerly Section 20c), of the Interstate Commerce Act, as amended, attached for recordation are counterparts of Release and Bill of Sale dated August 9, 1985, which is the final release of equipment under Conditional Sale Agreement and Agreement and Assignment, both dated July 24, 1974, assigned Recordation No. 7590.

Also, Amendment to Conditional Sale Agreement dated March 20, 1975 was recorded with the Interstate Commerce Commission on April 28, 1975 under recordation No. 7590-A.

Additionally, Release and Bill of Sale dated October 13, 1977 releasing one (1) E-8 diesel passenger locomotive was filed with the Interstate Commerce Commission on December 27, 1977 and assigned recordation No. 7590-B.

Enclosed is our check for \$10.00 to cover your recording fee. Please assign a sequential recordation number, retain one counterpart for your files, and return the remaining counterparts each showing recordation data.

This is a final release.

Sincerely,

Joan A. Schramm:
Assistant Secretary

Enclosure

cc: R. D. Smith
J. V. Jolley
G. R. Charles
R. R. DeWitt
M. R. Jeske

CSD 7

Aug 23 11 23 AM '85
MOTOR OPERATING UNIT
THE SECRETARY
ICC OF ILL

Copy to [unclear] [unclear]

7590-C
RECORDATION NO. 7590-C Filed 1425

Counterpart No. ____ of ____

AUG 23 1985 -11 30 AM

A-9139
A-344

INTERSTATE COMMERCE COMMISSION

RELEASE AND BILL OF SALE

WHEREAS, under the terms of CONDITIONAL SALE AGREEMENT dated as of July 24, 1974, (hereinafter called the "Conditional Sale Agreement") between NORTH WESTERN LEASING COMPANY, a Delaware corporation (hereinafter called "Seller") and CHICAGO AND NORTH WESTERN TRANSPORTATION COMPANY, a Delaware corporation (hereinafter called "Railroad"), Seller agreed to sell and deliver to the Railroad, and Railroad agreed to purchase four (4) diesel locomotives and twenty (20) used covered hopper cars, described on Schedule A attached to the Conditional Sale Agreement, (hereinafter referred to as "Equipment"); and

WHEREAS, under the terms of AGREEMENT AND ASSIGNMENT dated as of July 24, 1974, (hereinafter called the "Agreement and Assignment") between Seller and CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO (hereinafter referred to as "Assignee"), Seller sold, assigned, transferred and set over all right, title and interest under the aforesaid Conditional Sale Agreement and all right, title and interest to said Equipment to Assignee; and

WHEREAS, said Conditional Sale Agreement was amended by an Amendment dated as of March 20, 1975 between Railroad and Bank and recorded with the Interstate Commerce Commission on April 28, 1975 under recordation number 7590-A correcting certain car numbers; and

WHEREAS, Bank executed a Release and Bill of Sale dated October 11, 1977 and Railroad recorded same with the Interstate Commerce Commission on December 27, 1977 under recordation number 7590-B, for one (1) E-8, 2250 H.P. diesel passenger locomotive Railway No. 516, and other units of equipment; and

WHEREAS, Assignee has received from Railroad full payment due under said Conditional Sale Agreement and Agreement and Assignment and the conditions and obligations of Railroad with respect to the Equipment have been satisfied in full;

NOW, THEREFORE, Assignee, in consideration of the sum of One Dollar (\$1.00) to it in hand paid by Railroad, the receipt whereof is hereby acknowledged, DOES HEREBY SELL, ASSIGN, CONVEY, TRANSFER AND SET OVER TO CHICAGO AND NORTH WESTERN TRANSPORTATION COMPANY, the Equipment, TO HAVE AND TO HOLD the Equipment unto CHICAGO AND NORTH WESTERN TRANSPORTATION COMPANY, its successors and assigns forever, free and clear of all liens, encumbrances and security interests created by or arising under the aforementioned Conditional Sale Agreement and Agreement and Assignment.

Assignee does hereby covenant that it has not done anything whereby the Equipment hereby conveyed is or may be in any manner encumbered or charged; that the Equipment is free and clear of all liens and encumbrances of every kind and nature whatsoever created by Assignee or arising out of any act, obligation or liability on its part. The Assignee hereby authorizes removal from the Equipment of any and all ownership plates and other markings of Assignee.


IN WITNESS WHEREOF, CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO has caused this instrument to be executed in its corporate name by one of its Vice Presidents and its corporate seal to be hereunto affixed and attested by one of its Banking Officer, this 9th day of August, A.D. 1985.

CONTINENTAL ILLINOIS NATIONAL BANK
AND TRUST COMPANY OF CHICAGO

By 
Vice President

(Seal)

ATTEST:


Banking Officer

CS/P6-4

STATE OF ILLINOIS)
) SS
COUNTY OF C O O K)

On this 9th day of August, 1985, before me personally
appeared Peter D. Horne and Craig S. Munro
_____ to me personally known, who, being by me
duly sworn, say that they are, respectively, a Vice President and a
Banking Officer of Continental Illinois National Bank and Trust
Company of Chicago, a corporation, that the seal affixed to the
foregoing instrument is the corporate seal of said corporation;
that said instrument was signed and sealed on behalf of said
corporation by authority of its Board of Directors, and they
acknowledged that the execution of the foregoing instrument was the
free act and deed of said corporation.

Dawn M. Lerner
Notary Public

My Commission Expires:

9-14-88

